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September 27, 2017

Mr. Thomas Martin  
Associate Regional Counsel  
Office of Regional Counsel (C-13J)  
U.S. Environmental Protection Agency, Region 5  
77 West Jackson Blvd  
Chicago, Illinois 60604-3590

Re: Sauget Area 2 RD/RA Negotiations

Dear Mr. Martin

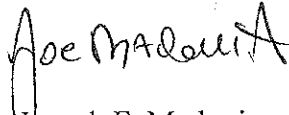
We are writing on behalf of Ameren Missouri (Union Electric) in response to your August 1, 2017 Special Notice letter for the above referenced matter. Ameren denies that it is a potentially responsible party and reserves all rights and defenses available under applicable laws. Among the various legal defenses applicable to Ameren's circumstances are that the harm alleged in the Special Notice letter is divisible with respect to Ameren, and that EPA improperly has applied its aggregation policy in determining the locations to be included within the Area 2 umbrella. In other words, EPA improperly has aggregated sites that have no common operational history, no common chemicals of concern, distinctive hydrogeological features, and unrelated responsible parties. As a result, Ameren already has paid more than its fair share of response costs in this matter during the RI/FS phase of the project, despite the fact that Ameren has absolutely no operational, historical, or chemical nexus to most of the sites that EPA has tried to aggregate under the Area 2 umbrella. Accordingly, Ameren is not jointly and severally liable or equitably responsible for many of the Area 2 sites, and is at most a de minimis party with respect to Site Q, as was recognized in our 2010 Site Q cost recovery de minimis settlement with the State of Illinois.

Without waiving those defenses or admitting any liability for this matter, Ameren has indicated to you in our "10 day response" letter that we are willing to participate in further discussions of the issues raised in the Special Notice letter. Since then, we have reached out to counsel for Solutia and Ethyl to determine whether there will be any organized PRP group activities, but have heard nothing in response. We also have received no further communications from EPA on this matter. We soon will be providing Solutia with a written offer of settlement that could serve as a framework for discussing a resolution of EPA claims, but there are several issues that remain to be resolved on that front, both with Solutia and with EPA. We assume that perhaps Solutia has been working with EPA on draft settlement terms, but we are not privy to the details. Simply put, we are trying to participate in discussions, but we obviously cannot do it alone.

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With respect to a "good faith offer" to perform the work at Area 2, Ameren remains interested in offering to discuss with other parties and with EPA opportunities for contributing a fair share towards certain aspects of the Area 2 remedy related to Site P, which is the only site within Area 2 with which Ameren has any significant nexus. The terms of Ameren's participation still must be resolved, though, during the upcoming weeks. We look forward to working with you and the other parties as we work towards that objective.

Very truly yours,

  
Joseph F. Madonia

JFM/k1

cc: Stephanie Linebaugh ✓

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